

EXHIBIT 5

**DECLARATION OF KATHLEEN C. KAUFFMAN CONCERNING
PLAINTIFFS' MOTIONS FOR ORDERS AUTHORIZING DISBURSEMENT OF FEE-AND-
EXPENSE AWARDS FROM ESCROW**

I, Kathleen C. Kauffman, declare as follows:

1. I make this declaration in connection with motions to allocate fee-and-expense awards ordered by courts as part of the settlement in 46 states of fiber-optic class actions against Sprint Communications Company, L.P., Qwest Communications Company, LLC, Level 3 Communications, LLC, and WiTel Communications, LLC.
2. The fee-and-expense awards are deposited in state-specific, interest-bearing escrow accounts established as Qualified Settlement Funds within the meaning of Treasury Regulation § 1468B and as trusts under state law with U.S. Bank in New York, New York.
3. I confirm that I and all interested plaintiffs' counsel in these cases have agreed that pursuant to the Agreement to Arbitrate dated July 6, 2012, the Susman Group is entitled to a distribution of Four and Four Hundred Forty-Six Thousandths Percent (4.446%) of the fees and expenses deposited in each of the remaining state escrow accounts — after deducting all current expenses for administering the relevant state Qualified Settlement Fund and adding any accumulated interest at the time of distribution — with the exceptions of Georgia and Mississippi, where the percentage distribution will be applied to the balances remaining in escrow after distributions to the Estate of Hugh V. Smith, Jr. of \$20,000 in Mississippi and \$5,000 in Georgia.

I declare, under penalty of perjury, that the foregoing statements are true and correct to the best of my knowledge.

Date: January 9, 2013

A handwritten signature in black ink, appearing to read 'K. Kauffman', written over a horizontal line.

Kathleen C. Kauffman
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